

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In Re:	§	Chapter 11
	§	
TMT USA SHIPMANAGEMENT LLC, <i>et al.</i>¹	§	Case No. 13-33740
	§	
DEBTORS.	§	(Joint Administration Requested)

**WITNESS AND EXHIBIT LIST FOR
JUNE 24, 2013 HEARING ON CERTAIN FIRST DAY MATTERS**

The debtors and debtors in possession in the above-referenced bankruptcy cases (“Debtors”) hereby file their Witness and Exhibit List for the June 24, 2013 hearing on certain First Day Matters (“Witness and Exhibit List”) as follows:

WITNESSES

- Lisa Donahue, AlixPartners;
- Thomas A. Morrow, AlixPartners;
- Any witness called by any other party.

The Debtors reserve the right to call rebuttal witnesses as necessary. The Debtors reserve the right to call any witnesses identified or called by another party or by the Court. The Debtors reserve the right to not call any witness identified here. The Debtors reserve the right to supplement this Witness List.

¹ The Debtors in these chapter 11 cases are: (1) A Whale Corporation; (2) B Whale Corporation; (3) C Whale Corporation; (4) D Whale Corporation; (5) E Whale Corporation; (6) G Whale Corporation; (7) H Whale Corporation; (8) A Duckling Corporation; (9) F Elephant Corporation; (10) F Elephant Inc.; (11) A Ladybug Corporation; (12) C Ladybug Corporation; (13) D Ladybug Corporation; (14) A Handy Corporation; (15) B Handy Corporation; (16) C Handy Corporation; (17) B Max Corporation; (18) New Flagship Investment Co., Ltd; (19) RoRo Line Corporation; (20) Ugly Duckling Holding Corporation; (21) Great Elephant Corporation; (22) TMT Procurement Corporation; and (23) TMT USA Shipmanagement LLC.

EXHIBITS

Ex. No.	Description	Offered	Objection	Admitted/ Not Admitted
1	TMT Group Organizational Chart			
2	TMT Group Vessel Chart			
3	TMT Group Debt Chart			
4	Declaration of Lisa Donahue in Support of Debtors' Voluntary Petitions Under Chapter 11 of Title 11 of the United States Code and First Day Motions [Docket No. 15]			
5	Certificate of Service on First Day Motions and Notice of First Day Hearing			
6	Notice of Rescheduled Hearing on Certain First Day Matters [Docket No. 18]			
7	List of Bank Accounts, filed as Exhibit A to Debtors' Emergency Motion for Order (I) Authorizing Continued Use of Existing Business Forms and Records; (II) Authorizing Maintenance of Existing Bank Accounts and Cash Management System; and (III) Waiving the Requirements of 11 U.S.C. § 345(b) [Docket No. 6-1]			
8	Consolidated Interim Cash Flow Budget [Docket No. 19]			
9	Vessel Valuations and Summary Chart			
10	Emails re: Ship Status and Need for Provisioning			
11	Summary of Vessel Insurance Coverage			
12	Proof of Service of Original and Amended Complaint to Compel Turnover and For Temporary and Permanent Injunctive Relief (Adv. No. 13-3141) and Notice of Hearing			

Respectfully submitted,

BRACEWELL & GIULIANI LLP

By: /s/ William A. (Trey) Wood III

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**PROPOSED COUNSEL FOR THE DEBTORS
AND DEBTORS IN POSSESSION**